The listing of the claims will replace all prior versions and listings of claims in the application:

Listing of Claims:

1. (currently amended) A planetary transmission comprising:

an input;

an output;

a stationary transmission housing rotatably supporting said input and said output;

a first planetary gear mechanism having a first member, a second member, and a third member;

a second planetary gear mechanism including a plurality of members;

at least first and second rotating torque transmitting mechanisms selectively connectable between said input and respective members of at least one of said planetary gear mechanisms;

said first rotating torque transmitting mechanism being positioned radially outboard of and axially overlapped by said second rotating torque transmitting mechanism; ~~and~~

said first rotating torque transmitting mechanism having an apply piston slidably disposed in said stationary transmission housing, an apply plate rotatable with at least one portion of said first rotating torque transmitting mechanism, and a bearing disposed between said apply piston and said apply plate to accommodate rotation therebetween;

said second rotating torque transmitting mechanism having a second apply piston slidably disposed in said stationary transmission housing, a second apply plate continuously rotatable with a portion of said second rotating torque transmitting mechanism, and a bearing disposed between said second apply piston and said second apply plate;

a third rotating torque transmitting mechanism positioned axially adjacent one of said planetary gear sets; and

said third rotating torque transmitting mechanism having a third apply piston slidably disposed in said stationary transmission housing, a third apply plate rotatable with a rotatable portion of said third rotating torque transmitting mechanism, and a bearing disposed between said third apply piston and said third apply plate to accommodate relative rotation therebetween.

2. (cancelled)

3. (cancelled)

4. (cancelled)

5. (previously presented) A planetary transmission comprising:

an input member;

an output member;

a stationary transmission housing rotatably supporting said input member and said output member;

a planetary gear mechanism positioned within the said transmission housing;

first, second and third rotating torque transmitting mechanisms positioned within the said transmission housing, and having first, second and third apply pistons, respectively;

said transmission housing forming first, second and third stationary piston chambers receiving said first, second and third apply pistons, respectively;

wherein said first, second and third piston chambers are positioned radially outboard of each other, sequentially.

6. (previously presented) The planetary transmission of claim 5, wherein said first, second and third rotating torque transmitting mechanisms further comprise first, second and third apply members, respectively, and a bearing member positioned

between each of said pistons and each of said apply members to accommodate rotation therebetween.

7. (original) The planetary transmission of claim 6, further comprising a second bearing member operatively connected between the first apply member and an apply plate of the first torque-transmitting mechanism.

8. (original) The planetary transmission of claim 6, wherein at least two of said first, second and third piston chambers are positioned axially overlapping each other.

9. (previously presented) A planetary transmission comprising:

an input;

an output;

a stationary transmission housing rotatably supporting said input and said output;

a planetary gear mechanism positioned within the transmission housing;

first, second and third rotating torque transmitting mechanisms positioned within the transmission housing, and having first, second and third apply pistons, respectively;

said transmission housing forming first, second and third stationary piston chambers receiving said first, second and third apply pistons, respectively;

wherein said first, second and third piston chambers are positioned radially outboard of each other, sequentially, with at least two of said first, second and third piston chambers axially overlapping each other;

wherein said first, second and third rotating torque transmitting mechanisms further comprise first, second and third apply members, respectively, a first bearing member positioned between one of said pistons and the respective apply member to accommodate rotation therebetween, and a second bearing member operatively connected between said respective apply member and the respective apply plate.

10. (cancelled)

11. (previously presented) A planetary transmission comprising:

an input;

an output;

a stationary transmission housing rotatably supporting said input and said output;

a first planetary gear mechanism having a first member, a second member, and a third member;

a second planetary gear mechanism including a plurality of members;

at least first and second rotating torque transmitting mechanisms selectively connectable between said input and respective members of at least one of said planetary gear mechanisms;

said first rotating torque transmitting mechanism having an apply piston slidably disposed in said stationary transmission housing, an apply plate, an intermediate apply member, a first bearing disposed between said apply piston and said intermediate apply member to accommodate rotation therebetween, and a second bearing disposed between said intermediate apply member and said apply plate to accommodate rotation therebetween.